

N06000008492

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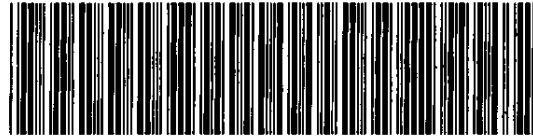
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TALLAHASSEE, FLORIDA



TIMOTHY J. CONNER, P.A.

ATTORNEY AT LAW

2 Jungle Hut Road • Suite 1 • Palm Coast, FL 32137
386-445-9322 • Fax: 386-446-4951

August 15, 2006

Attention: Thelma Lewis, Amendment Section
Division of Corporations
Clifton Bldg.
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Articles of Amendment for Old Dixie Commons Homeowners
Association, Inc.
Document No. N06000008492

Dear Ms. Lewis:

Pursuant to our telephone conversation this date, enclosed please find Cover Letter regarding the Articles of Amendment for the above-referenced along with the original and a duplicate copy of the correct Articles of Amendment.

As we discussed, we overnighted to the Department of State yesterday an Articles of Amendment package which was incorrect. You were going to flag the account and hold the check so it could be used in processing the enclosed correct Articles of Amendment. The proper name change should be THE DIXIE COMMONS PROPERTY OWNERS ASSOCIATION, INC.

Please confirm by telephone your receipt of this packet.

Thank you for your cooperation and assistance in this matter.

Sincerely,


Regina Gutierrez
Legal Assistant

RG:
Enclosures

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Old Dixie Commons Homeowners Association, Inc.

DOCUMENT NUMBER: N06000008492

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Timothy J. Conner

(Name of Contact Person)

Timothy J. Conner, P.A.

(Firm/ Company)

2 Jungle Hut Rd., Ste. 1

(Address)

Palm Coast, FL 32137

(City/ State and Zip Code)

For further information concerning this matter, please call:

Timothy J. Conner

(Name of Contact Person)

at (386)

445-9322

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☒ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

Old Dixie Commons Homeowners Association, Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

FILED
06 AUG 17 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N06000008492

(Document number of corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this **Florida Not For Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

The Dixie Commons Property Owners Association, Inc.

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (**BE SPECIFIC**)

Article I

Article II Section A

Article III Section A

(See attached)

(Attach additional pages if necessary)
(continued)

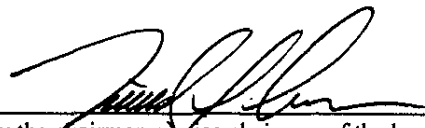
The date of adoption of the amendment(s) was: August 14, 2006

Effective date if applicable: Upon filing
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- ☐ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature


(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Timothy J. Conner

(Typed or printed name of person signing)

Secretary/Incorporator

(Title of person signing)

FILING FEE: \$35

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
THE DIXIE COMMONS PROPERTY OWNERS ASSOCIATION, INC.
A CORPORATION NOT-FOR-PROFIT**

The undersigned, for the purpose of forming a corporation not-for-profit, to act as a Commercial Lot Owner's Association, files these Articles of Incorporation and certifies as follows:

**ARTICLE I
NAME**

The name of the corporation shall be **THE DIXIE COMMONS PROPERTY OWNERS ASSOCIATION, INC.** For convenience, the corporation shall be referred to in this instrument as the "Association". The principal office of the Association is 301 S. Central Avenue, Flagler Beach, Florida 32136.

**ARTICLE II
PURPOSES**

A. The purposes for which the Association is organized are:

(i) to be and constitute the Lot Owners Association to which reference is made in the Declaration of Restrictive Covenants of the The Dixie Commons Subdivision as amended from time to time, to perform all obligations and duties of the Association, and to exercise all rights and powers of the Association, as specified therein, in the By-Laws and as provided by law; and

(ii) to provide an entity for the furtherance of the interests of the owners of THE DIXIE COMMONS SUBDIVISION, a platted subdivision in Flagler County, Florida, and

(iii) to own, manage, and control the common areas of the development known as THE DIXIE COMMONS SUBDIVISION, or THE DIXIE COMMONS.

(iv) to operate, maintain and manage the surface water or storm water management system(s) in a manner consistent with the St. Johns River Water Management District Permit requirements and applicable District rules, and to assist in the enforcement of the restrictions and covenants contained herein.

B. The Association shall make no distributions of income to its members, directors, or officers.

C. The Association is not and shall never become a Condominium Association nor shall it ever operate such as to require compliance with the Florida Condominium Act.

ARTICLE III **POWERS**

The powers of the Association shall include and be governed by the following provisions:

A. The Association shall have all the common law and statutory powers of a corporation not-for-profit but shall not be governed by **Sections 720.301-720.312 Florida Statutes** and shall never become a Homeowners Association.

B. The Association shall have all of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles, the By-Laws, and the Declaration of Restrictive Covenants (herein the "Declaration") including, without limitations, the following:

(i) to fix and to collect assessments or other charges to be levied against the units;

(ii) to manage, control, operate, maintain, repair, and improve property subjected to the Declaration or any other property for which the Association by rule, regulation or contract has a right or duty to provide such exercises;

(iii) to enforce covenants, conditions, or restrictions affecting any property to the extent the Association may be authorized to do so under any Declaration or By-Laws;

(iv) to engage in activities which will actively foster, promote, and advance the common interest of the Lot Owners;

(v) to buy or otherwise acquire, sell, or otherwise dispose of, mortgage, or otherwise encumber, exchange, lease, hold, use, operate, and otherwise deal in and with real, personal, and mixed property of all kinds and any right of interest therein for any purpose of the Association;

(vi) to borrow money for any purpose as may be limited in the By-Laws;

(vii) to enter into, make, perform or enforce contracts of every kind and description, and to do all other acts necessary, appropriate, or advisable in carrying out any purpose of the Association, with or in association with any other

association, corporation, or other entity or agency, public or private;

(viii) to adopt, alter, and amend or repeal such By-Laws as may be necessary or desirable for the proper management of the affairs of the Association; provided, however, such By-Laws may not be inconsistent with or contrary to any provisions of the Declaration of Restrictive Covenants;

(ix) to provide any and all supplemental municipal services as may be necessary or proper for the operation and maintenance of all common areas, and the common interest of the Unit Owners.

(x) to levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water or storm water management system. Such assessments shall be used for the maintenance and repair of the surface water or storm water management systems including, but not limited to, work within retention areas, drainage structures and drainage easements.

C. The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other and further rights and powers which may now or hereafter be allowed or permitted by law; and the powers specified in each of the paragraphs of this ARTICLE III are independent powers, not to be restricted by reference to or inference from the terms of any other paragraph or provision in ARTICLE III.

ARTICLE IV

ADDITIONAL POWERS OF THE ASSOCIATION

The Association shall operate, maintain and manage the surface water or stormwater management system(s) in a manner consistent with the St. Johns River Water Management District Permit requirements and applicable District rules, and shall assist in the enforcement of the Declaration of Covenants and Restrictions which relate to the surface water or stormwater management system.

The Association shall levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water or stormwater management system.

ARTICLE V
MEMBERS

A. The Association shall be a membership corporation without certificates or shares of stock.

B. The owner of each Lot in THE DIXIE COMMONS Subdivision shall be a member of the Association and shall be entitled to vote in accordance with the formula set forth in the By-Laws and Declaration of Restrictive Covenants, except there shall be no vote for any Lot held by the Association. The manner of exercising voting rights shall be determined by the By-Laws of the Association.

C. Change of membership in the Association shall be established by recording in the public records of Flagler County, Florida a deed or other instrument establishing record title to a Lot and written notice to the Association of such change in title. The owner designated by such instrument thereby becomes a member of the Association, and the membership of the prior owner is terminated.

D. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated, or transferred in any manner, except as an appurtenance to a Lot.

ARTICLE VI
TERM

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Association shall exist in perpetuity.

ARTICLE VII
DISSOLUTION

In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or storm water management system must be transferred to and accepted by an entity which would comply with Section 40C-42.027, F.A.C., and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

ARTICLE VIII
DIRECTORS

A. The affairs of the Association shall be conducted, managed, and controlled by a Board of Directors. The initial Board of Directors shall consist of three (3) Directors. The number of Directors may be either increased or diminished from time to time in accordance with the By-Laws and Declaration of Restrictive

Covenants, but shall never be less than three (3) and shall always be an odd number. The initial Board of Directors shall be the following:

Rich Smith, 301 S. Central Ave., Flagler Beach, Florida 32136.

Lisa P. Smith, 301 S. Central Ave., Flagler Beach, Florida 32136.

Timothy J. Conner, 2 Jungle Hut Rd., Ste. 1, Palm Coast, Florida 32137.

B. The method of election and term of office, removal, and filling of vacancies shall be set forth in the By-Laws and Declaration of Restrictive Covenants. The Board may delegate such operating authority to such companies, individuals, and committees as it, in its discretion, may determine.

ARTICLE IX OFFICERS

The affairs of the Association shall be administered by the officers designated by the By-Laws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the Association, and they shall serve at the pleasure of the Board of Directors.

ARTICLE X BY-LAWS

The By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended, or rescinded in the manner provided by the By-Laws.

ARTICLE XI AMENDMENTS

Amendments to the Articles of Incorporation may be proposed and adopted, provided that no amendment may be in conflict with the Declaration of Restrictive Covenants and provided, further, no amendment shall be effective to impair or dilute any rights of the Developer that are governed by such Covenants.

ARTICLE XII INCORPORATION

The name and address of the incorporator to these Articles of Incorporation is as follows:

TIMOTHY J. CONNER, ATTORNEY
2 Jungle Hut Road, Ste. 1
Palm Coast, Florida 32137

ARTICLE XIII
REGISTERED AGENT OFFICE

The initial registered agent of the corporation is:

TIMOTHY J. CONNER, ATTORNEY
2 Jungle Hut Road, Ste. 1
Palm Coast, Florida 32137

**CERTIFICATE DESIGNATING REGISTERED
AGENT AND STREET ADDRESS FOR
SERVICE AND PROCESS**

Pursuant to **Section 48.091, Florida Statutes**, The Corporation THE DIXIE COMMONS PROPERTY OWNERS ASSOCIATIONS, INC., hereby designates:

TIMOTHY J. CONNER, ATTORNEY
2 Jungle Hut Road, Ste. 1
Palm Coast, Florida 32137

as its registered agent and the street address of its registered office for service of process within the State of Florida.

**THE DIXIE COMMONS PROPERTY
OWNERS ASSOCIATION, INC.**

By: 
TIMOTHY J. CONNER,
Incorporator

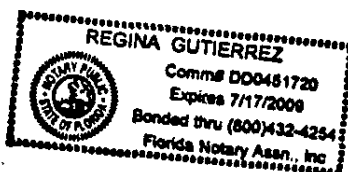
ACCEPTANCE OF DESIGNATION

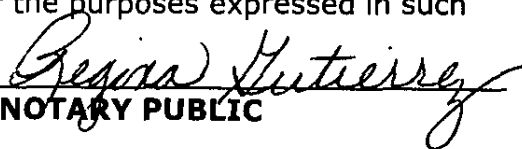
I hereby accept the foregoing designation as registered agent of THE DIXIE COMMONS PROPERTY OWNERS ASSOCIATION, INC. for service of process within the State of Florida.


TIMOTHY J. CONNER,
Registered Agent

STATE OF FLORIDA)
COUNTY OF FLAGLER)

The foregoing Articles of Incorporation were acknowledged before me this 14th day of August 2006, for the purposes expressed in such Articles.




NOTARY PUBLIC